



SUPPLEMENT NO. 12
Ftbl Cert Subcom 2/02

January 14, 2002

Mr. Dennis Poppe, Senior Director of Baseball and Football
The National Collegiate Athletic Association
P.O. Box 6222
Indianapolis, IN 46206-6222

Dear Dennis:

Attached please find an application for initial certification of a postseason football contest.

ESPN Regional Television respectfully submits this application to create the Hawaii Bowl to be played on December 25, 2002 at Aloha Stadium in Honolulu, Hawaii. The game would be telecast to a national cable audience via ESPN during east coast "prime-time" (mid-afternoon Hawaii time).

All of us at ESPN Regional Television feel we are uniquely qualified to be entrusted with the opportunity to bring two of your deserving NCAA member institutions a quality post-season football experience. Our expertise with the television aspect of this application has been well documented over the years. This event would be a significant addition to "ESPN Bowl Week" with promotion and national exposure given to the game. ESPN-Regional has also had our share of football game management including the ownership and operation of the recent Las Vegas Bowl between Southern California and Utah.

While the telecast of the Hawaii Bowl will be national in scope, we realize how important the local aspect of the game is and the impact it will have on the hosting community. With that in mind, we have already had significant meetings with the University of Hawaii and key business leaders in Honolulu to ensure the event's success. Please find supporting letters from Conference Commissioners Mike Slive of C-USA and Karl Benson of the WAC.

Should you have any questions regarding our application please don't hesitate to contact me. We look forward to working with you, and your committee on this event.

Sincerely,
A handwritten signature in black ink that reads "Chuck Gerber". The signature is written in a cursive, flowing style.

Chuck Gerber
Executive Vice President and General Manager
ESPN Regional Television

11001 Rushmore Drive • Charlotte, NC 28277
(704) 973-5000 • Fax (704) 973-5090

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NCAA 030970

EXHIBIT 23

The National Collegiate Athletic Association
Application for Initial Certification of a
Postseason Football Contest

Must Be Returned to the NCAA by January 15

1. Date requested: 12/25/02 Time requested (Eastern Time): 8 or 9 PM ET
2. Name of game: Hawaii Bowl
3. Site of game (City/State): Honolulu, HI
4. Name of sponsoring organization: ESPN Regional Television (ERT)
5. Name of executive director: TBD
6. Mailing address: 11001 Rushmore Drive Charlotte, NC 28277

Street
City/State
Zip code

Other executive officers (titles) of sponsoring organizations:

Name: Chuck Gerber
 Name of business and position: Executive VP and GM, ERT
 Telephone: Business (AC) (704) 973-5250 Home (AC) _____

Name: Pete Derzis
 Name of business and position: Senior VP, ERT
 Telephone: Business (AC) (704) 973-5200 Home (AC) _____

Name: Arnie Sgalio
 Name of business and position: Programming and Event Director, ERT
 Telephone: Business (AC) (704) 973-5064 Home (AC) _____

7. Name of stadium Aloha Stadium Seating capacity: 48,750
8. Number of tickets to be made available to participating institutions: 8000 per institution
9. Please explain the basis for determining stadium rental (flat fee, percentage, tax, etc.); include an estimate of the total cost, and specify the source of funds for payment.
ESPN Regional Television will pay a flat fee of \$100,000.
This will cover all expenses associated with the stadium rental
including all operational, groundskeeping, security, staffing,
etc...
10. Explain the policy on the issuance of complimentary tickets and indicate the number to be issued.
No complimentary tickets will be issued.
11. Attach a projected financial report for the first game.
12. A minimum amount of \$ 750,000 will be paid by the applicant to each participating institution in the first year of certification. [Note: This amount shall not be less than \$750,000 unless a special waiver has been approved for a closed game.] List all anticipated sources of income and amounts for the following.

- A. Ticket sales \$1,440,000 (total ticket revenue)
- B. Television rights \$50,000 (ESPN)
- C. Radio rights \$3000 (will negotiate with national distributors)
- D. Title sponsorship \$325,000 (TBD)
- E. Other corporate sponsorships \$150,000 (TBD)
- F. Merchandising and licensing \$10,000 (apparel and programs)
13. Will participating institutions be charged for items before the determination and/or distribution of total gross receipts? Yes _____ No x if yes, please explain.

14. Will there be a relationship between income and expenses realized from the game and related activities (parade, pageant, meets and tournaments, etc.)? Yes _____ No x If yes, please explain.

15. Provide details for a commitment to televise your game from a national network or syndicator, describing specifically the amount of television rights fees to be paid, the geographical areas to be covered by the telecast and the stations or cable outlets expected to carry the telecast.
- A. National network/syndicator: ESPN
- B. Financial value each year of the commitment: \$50,000
- C. Areas of coverage by the syndicator: National, projected 88M homes in '02
16. Detail the sources of radio income. Will bid out to radio entities
17. Will your bowl permit the official station/network of a participating institution to originate the game broadcast and distribute it to the same stations that were a part of its radio network during the season? Yes x No _____ If no, please explain.

18. Does your bowl have a commitment from a title sponsor for your game? Yes _____ No x
19. If yes, please identify the title sponsor. _____
20. What is the financial value each year of the title sponsorship for your game? projected \$325K
21. Does your bowl have other corporate partnerships with a minimum annual value of \$20,000? Yes x No _____ If yes, provide the financial value each year for each partner. estimated \$25K
22. Does your bowl agree to provide each team a minimum of 95 awards? Yes x No _____
23. Will your bowl provide awards for the student-athletes that are approximately \$300 in value? Yes x No _____

24. List all awards, gifts, mementos or other items that will be presented to individual participants, and indicate the number and value of each item.
Each institution will be provided 95 player/gift packages worth approximately \$300 each. Projected items include a watch, travel bag, and apparel.
25. Will management present an award in recognition of an individual's performance in the game?
 Yes ☒ No ☐ If yes, please provide the value \$200 MVP trophy
26. Will your bowl comply with the NCAA's principles for the conduct of intercollegiate athletics, as set forth in NCAA Constitution 2 and relevant bylaws and interpretations, and with the restrictions on game negotiations in Bylaw 18? Yes ☒ No ☐
27. Will the game serve the purpose of providing a national contest between deserving winning teams that each had a minimum of six wins against Division I-A competition and more wins than losses?
 Yes ☒ No ☐
28. Will the competing institutions be active members of the Association? Yes ☒ No ☐
29. Did your bowl submit a projected financial report to the NCAA football certification subcommittee?
 Yes ☐ No ☒
30. Will competing institutions in your game receive not less than 75 percent of the gross receipts or not less than \$750,000 each? Yes ☒ No ☐ What amount? \$750,000
31. Will your bowl secure not later than November 1 an irrevocable \$2 million letter of credit guaranteeing the minimum distribution fee and replace the initial letter-of-credit requirement?
 Yes ☒ No ☐ When will the NCAA receive it? November 1st
32. Does your bowl understand that the certification lapses if the bowl is not held in the year for which it is certified? Yes ☒ No ☐
33. Will your television and radio contract(s) reserve 120 seconds for promotional and higher education messages provided by the NCAA (60 seconds) and the participating institutions (30 seconds each)?
 Yes ☒ No ☐
34. Does your bowl agree to conform to the NCAA's policy of not advertising or appearing to promote products or activities that may be detrimental to the welfare of student-athletes or the image of higher education and intercollegiate athletics? Yes ☒ No ☐
35. Does your bowl agree that the date, time, name and site cannot be changed once the game is certified without approval of the NCAA? Yes ☒ No ☐
36. Will your bowl adhere to all officiating policies that are adopted by the football certification subcommittee? Yes ☒ No ☐
37. Does your bowl understand the penalties for failure to comply with NCAA legislation and policies governing postseason football games? Yes ☒ No ☐
38. Will your bowl submit to the NCAA national office, not later than 60 days before the game, the appropriate certification of insurance showing evidence that it maintains primary comprehensive general coverage listing the NCAA as an additional insured with combined single limits of at least \$1 million per occurrence for bodily injury and property damage? Yes ☒ No ☐
39. Will your bowl pay a \$12,000 fee to the NCAA upon notice of certification? Yes ☒ No ☐
40. Will game management prepare a standardized information form to distribute to potential participating institutions? Yes ☒ No ☐

Your application should be received at the NCAA national office by mail or fax transmission not later than January 15.

Initial Bowl Application Form

The sponsoring agency also must meet these additional requirements for initial certification that are included on the application form. Please submit evidence of the following:

- (a) List all personnel (occupation and position) who will serve on the game's governing board or management committee.
Chuck Gerber, Executive VP and GM, ERT; Pete Derzis, Senior VP, ERT; Arnie Sgalio, Programming and Event Director, ERT; Melissa Verille, Program Planner, ERT; Amy Fleming, Events Supervisor, ERT
- (b) Provide evidence of the experience or association that management personnel has had with collegiate football:
ESPN Regional Television owned & operated the 1999 East/West Showdown; ERT currently owns & operates the Sega Sports Las Vegas Bowl (please see enclosed information)
- (c) Demonstrate the financial ability of management or the sponsoring agency to guarantee success of the game. This includes securing a \$2 million letter of credit issued by a United States financial institution and payable to the NCAA, which shall be in effect from the time the initial application for certification is submitted to the football certification subcommittee until it is replaced after certification by a subsequent letter of credit guaranteeing the minimum revenues that will be distributed to the participating teams and an additional 25 percent for game-management, operational and administrative expenses.
Event management and promotion is the essence of ERT's events division. ERT currently owns & operates the Sega Sports Las Vegas Bowl, the Skins game, the Senior Skins game, & various college basketball events around the country.
- (d) Identify the amount of money available to which there is access to guarantee game and team expenses:
\$2,000,000
- (e) Estimate the total gross receipts to be realized from the game:
\$2,000,000
- (f) Detail proposals for promoting the game:
ESPN and ESPN2 will promote bowl game as part of bowl week advertising. In an effort to promote the event, ERT will provide TV ads (see enclosed), radio ads, direct mail ads to businesses & community leaders (see enclosed). Schools will promote locally.
- (g) Provide plans for selling tickets; identify the number of tickets; and demonstrate management's understanding that the bowl will be ineligible for recertification should it fail to average selling 25,000 tickets, or 50 percent of those available for sale in the stadium, or a number of tickets equal in value to the combined contracted obligation of the two participating institutions, over a three-year period, unless the football certification subcommittee grants it a waiver to maintain certification.
In addition to institutional ticket commitments (8000/school), 22,000 tickets will be sold in local community. Plans include direct mailing to Hawaii season ticket holders, city business leaders; Also, form committee to aggressively pursue local sales.
- (h) Indicate the type of institutions that will be invited to participate and whether the bowl has a

contractual arrangement with a member conference(s). If yes, please explain:

ERT has contractual arrangements with the Western Athletic Conference (WAC), and Conference USA for participation in the Hawaii Bowl.

- (i) Provide evidence of the experience of the sponsoring group in conducting such games or similar affairs:

ERT owned & operated the 1999 East/West Showdown; ERT currently owns & operates the Sega Sports Las Vegas Bowl (please see enclosed information)

- (j). Indicate plans for television and radio coverage:

Game will be televised on ESPN. Radio rights will be sold to a projected national distributor. Local radio distribution rights will be provided at no charge to the institutions' regular season networks.

- (k) Submit the organization operating structure, including a chart or diagram with an indication of the extent of active community involvement in game promotion and management:
(please see enclosed chart)

- (l) Letters are attached recommending certification of the game that have been signed by 25 Division I-A athletics directors and/or conference commissioners who represent institutions that have participated in bowl games at least one time in the previous five years; the letters do not represent more than one-half of the institutions within any single conference, nor the membership of the football certification subcommittee. Yes _____ No x Letters are enclosed from commissioners of conferences with contractual agreements.
- (m) Will the stadium have a minimum seating capacity of 50,000? Yes _____ No x

Game management acknowledges that the football certification subcommittee has the authority to direct the management or sponsoring agency to submit additional evidence, and/or independent audits, to demonstrate its ability to guarantee the financial success of the game. Yes x No _____

The undersigned hereby certifies that the foregoing application has been truly and fully completed and that the application provisions of the NCAA constitution, bylaws and executive regulations, and the policies adopted by the Division I Championships/Competition Cabinet, are understood. The undersigned also is duly authorized to submit this application for certification on behalf of the sponsoring organization and, on its behalf, agrees that if this game is certified, it will be conducted in full accordance with the attached provisions; that it acknowledges that the Division I Championships/Competition Cabinet has the authority to review any document related to the bowl game, which would include title and other corporate contracts and television contracts; that the NCAA, or representatives designated by it, may conduct audits of any agency sponsoring a bowl game and other associations and activities affiliated with it; and that this organization will fully observe and cooperate in the enforcement of all rulings of the NCAA Division I Championships/Competition Cabinet and the Division I Management Council, Convention or committees, which render an NCAA institution or student-athlete ineligible to compete in postseason football contests. It further is understood and agreed that any violation of the attached provisions may

disqualify the game from future certification.

Signed: Cliff Curber Title: Executive VP & G.M.

Organization: ESPN Regional Television

Address: 11001 Rushmore Drive Charlotte, NC 28277

Telephone: Office (704) 973-5250 Home (704) 540-0029
Street City/State Zip Code
(AC) (AC)

Date: 1/14/02

Return to: Dennis L. Poppe
National Collegiate Athletic Association
P.O. Box 6222
Indianapolis, Indiana 46206-6222
Telephone: 317/917-6509
Fax: 317/917-6989

06/21/01/DLP:eed

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NCAA 030976

HAWAII BOWL PROJECTION
1/14/2002
REVENUE**Assumptions**

Team Tickets - Team A	320,000	8,000 tickets @ \$40
Team Tickets - Team B	320,000	8,000 tickets @ \$40
Local Tickets	800,000	12,000 tickets @ \$40; 10,000 tickets @ \$32
Ticket Revenue	1,440,000	

Local Sponsorships	150,000
Title Sponsor	325,000
Corporate Sponsors	475,000

Television Rights	50,000
Program Ads	15,000
Merchandise Sales	10,000
Radio Rights	3,000
Program Sales	7,000
Other Revenue	85,000

TOTAL REVENUE 2,000,000
EXPENSES

Team Guarantees	1,500,000	\$750,000 per team
NCAA Certification	12,000	
Bowl Assn Dues	1,000	
Letter of Credit	5,000	
NCAA Related	1,518,000	

Printing	20,000
Local Advertising	20,000
Sponsor Fulfillment	20,000
Signage	15,000
Press Conf.	10,000
Media Center	5,000
Promotional Items	10,000
Marketing & Advertising	100,000

Stadium Rental	100,000
Team Gifts	70,000
Officials/Stats	15,000
Field Painting	15,000
Game Day Labor	8,000
Ticket Printing	8,000
Game Day Production	216,000

Kick-Off Luncheon	15,000
Hospitality Village	10,000
Team Activities	10,000
Kick-Off Club	10,000
Hospitality	5,000
Team Announcement Lunch	5,000
Welcome Reception	5,000
VIP Reception	5,000
Rally	1,000
Ancillary Events	66,000

TOTAL EXPENSES 1,900,000

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Guarantee Bond

Bond No. 6144837

KNOW ALL MEN BY THESE PRESENTS, that we, ESPN Regional Television, Inc. (hereinafter called "Principal"), as Principal, and SAFECO Insurance Company of America, (hereinafter called "Surety"), as Surety, are held and firmly bound unto National Collegiate Athletic Association, (hereinafter called "Obligee"), as Obligee, in the sum of Two Million Dollars and No/100 (\$2,000,000.00) Dollars, lawful money of the United States of America, for the payment of which sum we, the said Principal and Surety, bind ourselves, our heirs, executors, administrators, successors, assigns or other legal representatives, jointly and severally, firmly by these presents.

WHEREAS, the said Principal is hosting the Hawaii Bowl and is required to post security per page 66 of the NCAA handbook.

WHEREAS, the Principal will conduct the bowl, and pay the institutions participating in said bowl game the greater of 75% (seventy five percent) of the gross receipts of said bowl or USD \$1,500,000 (one million five hundred thousand and 00/100 U.S. Dollars"

WHEREAS, the principal will conduct the bowl as scheduled on December 25, 2002.

NOW, THEREFORE, if the Principal shall pay the full amount of all sums which become due, in the manner and time provided, then this obligation shall be void; otherwise to remain in full force and effect.

PROVIDED HOWEVER, that this Bond is written upon the following express conditions:

1. The aggregate liability of the Surety is limited to \$2,000,000 as stated herein and shall be reduced by any payments made by Principal or Surety to the extent of such payments.
2. No right of action shall accrue under this bond to or for the use or benefits of anyone other than the named Obligee.
3. No other obligation of the principal to the obligee besides payments due in accordance to the NCAA handbook is guaranteed by this bond

This Bond and the Obligations hereunder shall remain in full force and effect from January 9, 2002 and expiring May 1, 2003.

IN WITNESS WHEREOF, both Principal and Surety have hereunto set their hands and seals this January 9, 2002.

ESPN Regional Television, Inc.

By: [Signature]

SAFECO INSURANCE COMPANY OF AMERICA

By: [Signature]

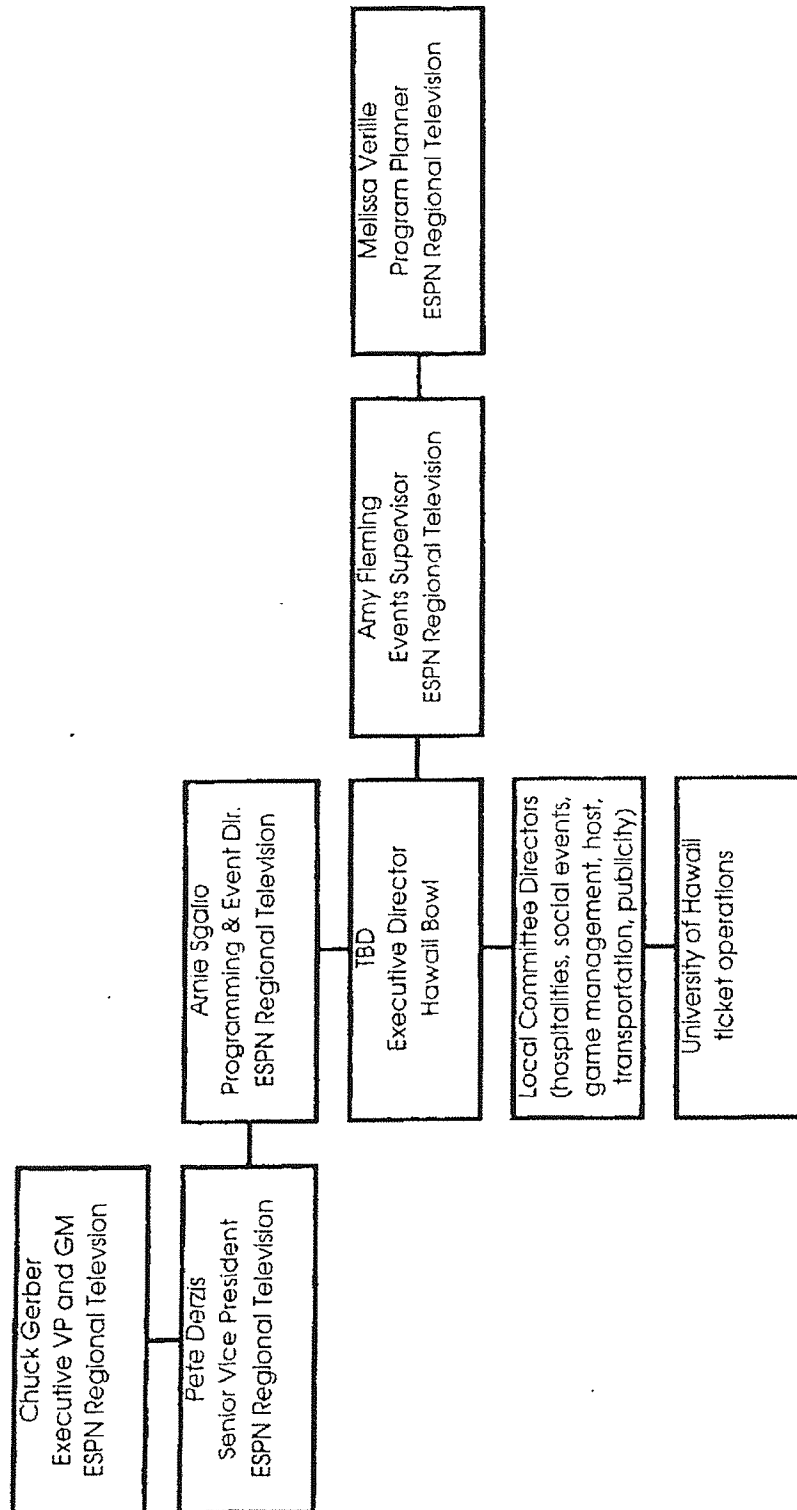
Tina M. Shierts, Attorney-In-Fact

JAN 18 2002

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HAWAII BOWL OPERATING STRUCTURE



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NCAA 030979



Boise State • Fresno State • Hawai'i
Louisiana Tech • Nevada • Rice
San Jose State • SMU • UTEP • Tulsa

January 10, 2002

Dennis Poppe
Senior Director of Baseball and Football
NCAA
P.O. Box 6222
Indianapolis, IN 46204

Dear Dennis:

On behalf of the 10 member institutions of the Western Athletic Conference, this letter is in support of ESPN Regional Television (ERT) and its application to conduct a postseason football bowl game in Honolulu, Hawaii.

ERT has proven that it has the capacity to manage and administer all aspects of a bowl game and the WAC stands ready to provide a team to participate in the Hawaii Bowl once it is certified.

Please don't hesitate to contact me with any questions or if you need any further information.

Cordially,

A handwritten signature in black ink, appearing to read "Karl Benson".

Karl Benson
Commissioner

cc: WAC Athletic Directors

9250 E Costilla Ave., Suite 300
Englewood, CO 80112-3662
Phone: 303-799-9221 FAX: 303-799-3888
www.wacsports.com

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NCAA 030980



35 E. Wacker Drive Suite 650
Chicago, IL 60601

312.553.0483 Fax 312.553.0495
Commissioner's Fax 312.553.0725
Mike Slive, Commissioner

January 11, 2002

Dennis Poppe
Senior Director of Baseball & Football
NCAA
P. O. Box 6222
Indianapolis, IN 46206-6222

Dear Dennis:

The 10 football playing member institutions in Conference USA and the Conference support the application of ESPN Regional for immediate certification of the Hawaii Bowl to be played in Honolulu. Conference USA and the WAC have agreed to participate in the game to provide a bowl game in the State of Hawaii.

Sincerely,

A handwritten signature in black ink, appearing to read "Mike Slive".

Michael L. Slive
Commissioner

MLS:mt

cc: Presidents, Conference USA
Athletic Directors, Conference USA
ESPN Regional
Karl Benson, Commissioner WAC



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